IN THE CLAIMS:

Substitute the following claims for the pending claims having the same numbers.

1-12. (canceled)

13. (currently amended) The suspension system according to claim 2, further comprising A suspension system, comprising:

an axle assembly including an axle, at least a portion of the axle being made of a composite material;

at least two beams attached to the axle, thereby preventing rotation of the axle relative to the beams, the beams pivoting relative to a vehicle frame; and

at least two metal sleeves secured exteriorly about the axle composite portion.

- 14. (original) The suspension system according to claim 13, wherein each of the beams is attached to a respective one of the sleeves.
- 15. (original) The suspension system according to claim 13, wherein each of the sleeves is bonded to the axle composite portion.
- 16. (original) The suspension system according to claim 13, wherein each of the beams is welded to a respective one of the sleeves.

- 17. (original) The suspension system according to claim 13, wherein the axle composite portion extends through each of the sleeves.
- 18. (original) The suspension system according to claim 13, further comprising at least two axle seats, each of the axle seats being interconnected between a respective one of the sleeves and a respective one of the beams.
- 19. (original) The suspension system according to claim 13, further comprising at least two spindles, each of the spindles being attached to a respective one of the sleeves.
- 20. (original) The suspension system according to claim 19, wherein the axle composite portion extends into each of the spindles.
- 21. (original) The suspension system according to claim 19, wherein each of the spindles is bonded to the axle composite portion.

22-30. (canceled)

31. (currently amended) The suspension system according to claim 30 A suspension system, comprising:

an axle assembly including a composite axle portion and a spindle attached to the composite axle portion, the spindle being configured to permit rotation of a wheel relative to the axle; and

at least two beams attached to the axle assembly, the beams pivoting relative to a vehicle frame,

wherein the spindle is attached to a sleeve at least partially overlying the composite axle portion.

- 32. (original) The suspension system according to claim 31, wherein the spindle is welded to the sleeve.
- 33. (original) The suspension system according to claim 31, further comprising an axle seat attached to the sleeve.
- 34. (previously presented) The suspension system according to claim 33, wherein the axle seat is interconnected between the sleeve and one of the beams.
- 35. (previously presented) The suspension system according to claim 34, wherein the axle seat is welded to each of the sleeve and the one of the beams.
- 36. (currently amended) The suspension system according to claim 30 A suspension system, comprising:
- an axle assembly including a composite axle portion and a spindle attached to the composite axle portion, the spindle

being configured to permit rotation of a wheel relative to the axle; and

at least two beams attached to the axle assembly, the beams pivoting relative to a vehicle frame,

wherein the composite axle portion is received within an interior of the spindle.

37. (canceled)

38. (currently amended) The suspension system according to claim 30 A suspension system, comprising:

an axle assembly including a composite axle portion and a spindle attached to the composite axle portion, the spindle being configured to permit rotation of a wheel relative to the axle; and

at least two beams attached to the axle assembly, the beams pivoting relative to a vehicle frame,

wherein the spindle is bonded to the composite axle portion.

39-52. (canceled)